

**KLESTADT WINTERS JURELLER  
SOUTHARD & STEVENS, LLP**

200 West 41st Street, 17th Floor  
New York, New York 10036

Tel. (212) 972-3000

Fax (212) 972-2245

Tracy L. Klestadt

Stephanie R. Sweeney

**Hearing Date:**

**January 19, 2017 at 1:30 pm**

*Proposed Counsel to Debtor and Debtor-in-Possession*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X	
<b>In re</b>	<b>: Chapter 11</b>
	<b>:</b>
<b>CHOXL.COM, INC., a/k/a NOMORERACK.COM,</b>	<b>: Case No. 16-13131</b>
<b>INC.,</b>	<b>: (SCC)</b>
	<b>:</b>
<b>Debtor.</b>	<b>:</b>
-----X	

**NOTICE OF AUCTION RESULTS**

**PLEASE TAKE NOTICE**, that pursuant to the terms of the Debtor's Motion Pursuant to Sections 105(a), 332 and 363 of the Bankruptcy Code and Bankruptcy Rules 2002 and 6004 (A) for an Order (i) Approving License Agreement with Stalking Horse Bidder on an Interim Basis, (ii) Scheduling Bid Procedures Hearing and (iii) Directing the Appointment of a Consumer Privacy Ombudsman, (B) For an Order (i) Approving Bid Protections, (ii) Approving Bid Procedures, (iii) Scheduling an Auction and Final Hearing and (iv) Approving the Form and Manner of Notice Thereof and (C) For an Order Approving License Agreement on a Final Basis or Sale to Successful Bidder Free and Clear of All Liens, Claims and Encumbrances (the "Motion") [Docket No. 11], an Auction (as defined therein) was held on January 12, 2017.

**PLEASE TAKE FURTHER NOTICE**, as a result of the Auction, the bid of Creek Equity Partners, LLC was accepted by the Debtor as the highest and best offer.

**PLEASE TAKE FURTHER NOTICE**, that the terms of the Creek Equity Partners, LLC

bid were as follows:

1. The Administrative Fee payable at closing is \$500,000. (The Debtor has received payment of \$500,000 into the escrow account of its proposed counsel pending the final hearing on approval of the license transaction.)
2. Minimum guaranteed royalty for Year 1 of \$125,000 per month, plus minimum guaranteed royalty for Years 2 through 5 of \$80,000 per month. The total cash consideration is thus a minimum of \$5,840,000.
3. The royalty percentages are 12 percent for Year 1; 10 percent for Year 2; 8 percent for Year 3; 6 percent for Year 4; and 4 percent for Year 5.
4. The Source Force, LLC will issue a corporate guarantee of all minimum amounts due.
5. The Source Force, LLC will issue a security agreement and UCC-1 blanket lien on all of its assets to secure the Year 1 minimum guaranteed royalty of \$1,500,000.
6. Creek Equity Partners, LLC will issue a security agreement and UCC-1 blanket lien on all of its assets to secure all of its obligations under the license agreement.

Dated: New York, New York  
January 17, 2017

**KLESTADT WINTERS JURELLER  
SOUTHARD & STEVENS, LLP**

By: /s/ Tracy L. Klestadt  
Tracy L. Klestadt  
Stephanie R. Sweeney  
200 West 41<sup>st</sup> Street, 17th Floor  
New York, New York 10036  
Tel. (212) 972-3000  
Fax (212) 972-2245

*Proposed Counsel to Debtor and Debtor in  
Possession*